

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§ Case No.: 22-30682
	§
BRAZOS SANDY CREEK ELECTRIC COOPERATIVE, INC.,	§ Chapter 7
	§
Debtor.	§

STIPULATION AND AGREED ORDER EXTENDING CHALLENGE DEADLINE
[Related to Docket No. 42]

This stipulation and agreed order is entered into by and between Janet S. Northrup, Chapter 7 Trustee (the “**Trustee**”) of the bankruptcy estate of Brazos Sandy Creek Electric Cooperative, Inc. (“**BSCEC**” or “**Debtor**”), Debtor in the above-styled Chapter 7 case (the “**Case**”) and the Collateral Trustee (defined below) (the “**Collateral Trustee**” and, together with the Trustee on behalf of the Debtor, collectively, the “**Parties**”). The Parties hereby stipulate and agree as follows:

RECITALS

WHEREAS, on March 18, 2022 (the “**Petition Date**”), the Debtor filed a voluntary petition for relief under chapter 7 of the Bankruptcy Code; and

WHEREAS, Janet Northrup was appointed chapter 7 Trustee in the Case; and

WHEREAS, the Collateral Trustee contends that on November 4, 2009, the Debtor entered into that certain Collateral Indenture, Security and Assignment Agreement dated as of November 4, 2009 (as amended, supplemented or otherwise modified from time to time, the “**Prepetition Secured Notes Collateral Indenture**”) with Wells Fargo Bank, N.A., in its capacity as collateral trustee (including its assignee, Computershare Trust Company, N.A., the “**Collateral Trustee**”), and the holders of the 6.54% Series 2009A Senior Secured Notes due June 30, 2024 (the “**Notes**”) issued by the Debtor (including successors and assigns, and each of their respective agents, members,

managers, officers, directors, and employees, collectively, the "Prepetition Secured Noteholders" and together with the Collateral Trustee, the "Prepetition Secured Parties") in accordance with the Note Purchase Agreement, dated November 4, 2009 (the "Note Purchase Agreement", and together with the Prepetition Secured Notes Indenture and all other related finance and security documents, the "Prepetition Secured Notes Indenture Documents"); and

WHEREAS, the Parties entered the *Stipulation and Agreed Order (I) Authorizing the Use of Cash Collateral Pursuant to Section 363 of the Bankruptcy Code, (II) Granting Adequate Protection to the Prepetition Secured Parties, (III) Granting Liens and Superpriority Claims and (IV) Modifying the Automatic Stay* entered on April 8, 2022 at Docket No. 42 (the "Cash Collateral Order"); and

WHEREAS, the Cash collateral order defines the Challenge Period as sixty (60) calendar days from the Petition Date; and

WHERAS, the Parties desire to extend the Challenge Period to June 6, 2022.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED AS FOLLOWS:

1. The recitals to this Stipulation and Agreed Order are incorporated as if fully set forth herein.
2. The Challenge Period as defined in the Cash Collateral Order is extended to June 6, 2022.

Dated: _____

DAVID R. JONES,
CHIEF UNITED STATES BANKRUPTCY JUDGE

STIPULATED AND AGREED:

HUGHESWATTERSASKANASE, LLP By: <u>/s/ Heather Heath McIntyre</u> Wayne Kitchens (TBN 11541110) Heather McIntyre (TBN 24041076) Total Plaza 1201 Louisiana, 28th Floor Houston, Texas 77002 Telephone: (713) 759-0818 Facsimile: (713) 759-6834 Email: wkitchens@hwa.com Email: hmcintyre@hwa.com ATTORNEYS FOR CHAPTER 7 TRUSTEE, JANET S. NORTHRUP	GREENBERG TRAURIG, LLP By: <u>/s/ Shari L. Heyen</u> Shari L. Heyen (SBN 09564750) 1000 Louisiana Street, Suite 1700 Houston, TX 77002 Telephone: (713) 374-3500 Facsimile: (713) 374-3505 Email: heyens@gtlaw.com Nathan A. Haynes (admitted <i>pro hac vice</i>) MetLife Building 200 Park Avenue New York, New York 10166 Telephone: (212) 801-9200 Facsimile: (212) 801-6400 Email: pinkaso@gtlaw.com Email: haynesn@gtlaw.com COUNSEL FOR COLLATERAL TRUSTEE
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